### FCC 602 Main Form

## FCC Ownership Disclosure Information for the Wireless Telecommunications Services



Approved by OMB 3060 - 0799 See instructions for public burden estimate

Applicant/Licensee Information					
1) First Name (if individual):		MI:	Last Name:		suffix:
2) Applicant Name (if entity): Omnipoint Atlantic City License,	цс	l	L		
Related FCC Regulated Businesses of	Applicant/L	icensee			
4a) Name and address of all FCC Regulated E owned by Applicant/Licensee (use additional necessary):		Pr	4b) incipal Business:	4c) TIN:	4d) Percent of Interest Held:
	1				
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		Wr.			
			PR 2 4 2000	$\forall$	-
		Licens	ing & Technical	/	
		Ana	vsio Branch		
		-			
					_
Signature  5) Typed or Printed Name of Party Authorized	to Sign				
First Name: Craig	lo oign	MI: A.	Last Name: Floerchinger		Suffix:
Title:		<u> </u>			
Vice President, Cook Inlet GSM,	Inc.				
Signature:					Date: 4/17 /00
Failure To Sign This Application May Result I	n Dismissal <b>Of</b>	The Application	on And <b>Forfeiture</b> Of Any Fe	es Paid	
WILLFUL FALSE STATEMENTS MADE ON THIS Section 1001) AND/OR REVOCATION OF ANY STATEMENT FORFEXTURE (U.S. Code, Title 47, Section 503)	ATION LICENSE O				

### FCC Ownership Disclosure Information for the Wireless Telecommunications Services

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

#### Schedule for Disclosable Interest Holders

Approved by OMB 3060 -0799 See instructions for public burden estimate

1) Disclosable Interest Holders FiLast Nam(if individual):

2) Disclosable Interest Holders Name (if entity):

Omnipoint Communications Enterprises, L.P.

4) Disclosable Interest Holder's Address:
2525 C Street, Suite 500, Anchorage, Alaska 99503

5) Type of Interest in Applicant ( )
(refer to Instructions for list)

6) Disclosable Interest Holder is a(n): (
(refer to instructions for list of codes):

D

8) Disclosable Interest Holders Type of Ownership (refer to instructions for list):

0 - Manager member interest

9) Disclosable Interest Holder's Country of Citizenship:

100%

7) Percent of Interest Held in Applicant:

**United States** 

10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Omnipoint Communications Enterprises, L.P.; Omnipoint Atlantic City License, LLC (Applicant) (see Attachment 1)

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each iriterest holder identified)

IIa) Name and address of all FCC Regulated <b>Businesses</b> owned by Disclosable Interest Holder listed in #3 (use additional sheeh, if necessary):	11b) <b>Principal</b> Business:	11c) TIN:	11d) Percent of Interest Held:
Omnipoint Dover License, LLC (address same as applicant)	Commercial Mobile Radio Services	_	50.1%
Omnipoint Atlantic City License, LLC (Applicant)	Commercial Mobile Radio Service	_	50.1%
Omnipoint Philadelphia License, LLC (address same as applicant)	Commercial Mobile Radio Services	-	50.1%
			500 000 0 1 1 1 1

### F&C Ownership Disclosure Information for the Wireless Telecommunications Services

### Schedule for Disclosable Interest Holders

Approved by **OMB**3060 -0799
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public burden estimate

**Pisclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holders First Name (if in	dividual):	MI:	Last Name:		Suffix:
Disclosable Interest Holder's Name (if entity):     OPCS Philadelphia Holdings, LLC				der's	TIN:
4) Disclosable Interest Holder's Address: 2525 C Street, Suite 500, Anchorage, Alaska 99503					
5) Type of Interest in Applicant ( ) (refer to <b>Instructions</b> for list) I			t Holder is a(n): ( ) as for list of codes):	7) Percent of Interest Held in $100\%$	pplicant:
8) Disclosable Interest Holder's Type of Ownersh (refer to instructions for list):  0 — Manager member interests	nip		9) Disclosable Interest H United States	Holder's <b>Country</b> of Citizenship:	
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):  OPCS Philadelphia Holdings, LLC; Omnipoint Communications Enterprises, L.P.; Omnipoint Atlantic City  License, LLC (Applicant) (see Attachment 1)					

telated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	llc) TIN:	11d) Percent of Interest Held:
Omnipoint Dover License, LLC (address same as applicant)	Commercial Mobile Radio Services	] 36	50.1%
Omnipoint Atlantic City License, LLC (Applicant)	Commercial Mobile Radio Service		50.1%
Omnipoint Philadelphia License, LLC (address same as applicant)	Commercial Mobile Radio Services		50.1%
			F00 000 0-h4-l 1

### FCC Ownership Disclosure Information for the Wireless Telecommunications Services

### Schedule for Disclosable Interest Holders

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Disclosable interest Holder Information (compl	<u>lete as many</u>	as required to describe	all disclosable interest holders)	
1) Disclosable Interest Holdeh First Name (if individual):	MI:	Last Name:		Suffix:
Disclosable Interest Holder's Name (if entity):     Cook Inlet/VS GSM II PCS, LLC			3) Disclosable: Interest Holder's Ti	N:
4) Disclosable Interest Holdeh Address: 2525 C Street, Suite 500, Anchorage, Alask	ka 99503			
		: Holder is a(n): ( ) s for list of codes):	7) Percent of Interest Held in App $100\%$	licant:
Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest	Holder's Country of Citizenship:	
0 – Manager member interest ,		United States		
10) Relationship <b>Description</b> (if the <b>discloseable</b> interest hole Cook <b>Inlet/VS</b> GSM II PCS, LLC; OPCS PLLP.; Omnipoint Atlantic City License, LLC	hiladelphia	Holdings, LLC; Omn	·	

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

Name and address of all FCC Regulated Businesses owned by <b>Disclosable</b> Interest Holder listed in <b>#3</b> (use additional sheets, if <b>necessary</b> ):	11b) Principal Business:	IIc) TIN:	11d) Percent of Interest Held:
Omnipoint Dover License, LLC (address same as applicant)	Commercial Mobile Radio Services		50.1%
Omnipoint Atlantic City License, LLC (Applicant)	Commercial Mobile Radio Service		50.1%
Omnipoint Philadelphia License, LLC (address same as applicant)	Commercial Mobile Radio Services	* .	50.1%
			FCC 602 Schedule A

### FCC Ownership Disclosure Information for the Wireless Telecommunications Services

#### Schedule for Disclosable Interest Holders

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Disclosable Interest Holder Information	on (complete as	s many	as required to describe	all disclosable interest holders)	
1) Disclosable Interest Holder's First Name (if in	ndividual):	MI:	Last Name:		suffix:
2) Disclosable Interest Holder's Name (if <b>entity Cook</b> Inlet <b>GSM</b> , <b>Inc</b> .	<i>(</i> ):			3) Disclosable Interest Holder's	TIN:
4) Disclosable Interest Holder's Address: 2525 C Street, Suite 500, Anchorag	e, <b>AK 99</b> 503				
5) Type of Interest in Applicant ( ) (refer to Instructions for list)			Holder is a(n): ( )	7) Percent Of Interest Held in App 50.1%	olicant:
<ul> <li>B) Disclosable Interest Holder's Type of Owners (refer to instructions for list):</li> <li>0 — Manager member interest</li> </ul>	hip		9) Disclosable Interest United States	Holdeh Country of Citizenship:	
40) D. F. H. D. H. W. H. H. H.					

10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Cook Inlet GSM, Inc.; Cook Inlet/VS GSM II PCS, LLC,; OPCS Philadelphia Holdings, LLC; Omnipoint Communications Enterprises, L.P.; Omnipoint Atlantic City License, LLC (Applicant) (see Attachment 1)

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

Salation and interest of Disciti	readile interest riolders (repeat for each interest noic	er identined)
IIa) Name and address of all FCC Regulated Busines owned by Disclosable Interest Holder listed in #3 additional sheets, if necessary):	ses Principal Búsiness: T	Ic) IId) IN: Percent of Interest Held:
Cook Inlet/VS GSM II PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services	50.1%
Cook Inlet/VS GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services	50.1%
CookInlet/VoiceStreamPCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services	50.1%
CIVS PA I, LLC (address same as applicant)	Commercial Mobile Radio Services	50.1%
CIVS PA II, LLC (address same as applicant)	Commercial Mobile Radio Services	50.1%
CIVS PA III, LLC ([address same as applicant)	Commercial Mobile Radio Services	50.1%
Omnipoint Dover License, LLC (address same as applicant)	Commercial Mobile Radio Services	50.1%
(continued on next page)		
	"	FCC CO2 Cabadula

### FCC Ownership Disclosure information for the Wireless Telecommunications Services

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#### Schedule for Disclosable Interest Holders

visclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if in	dividual):	MI:	Last Name:		Suffixi
2) Disclosable Interest Holder's Name (if entity) Cook Inlet GSM, Inc. (continued)	:			3) Disclosable Interest Holder's TI	N:
4) Disclosable Interest Holders Address:					
Type of interest in Applicant ( ) (refer to Instructions for list)			st Holder is a(n): ( ) ns for list of codes):	7) Percent of Interest Held In App	licant:
B) Disclosable interest Holder's Type of Owners (refer to instructions for list):	hip		9) <b>Disclosable</b> Interest H	folder's Country of Citizenship:	
10) Relationship <b>Description</b> (if the discloseable	interest holder is	an indi	rect owner, list path of own	ership from indirect owner to the ap	plicant):

Related FCC Regulated Businesses of Disclosable Interest Holdlers (repeat for each interest holder identified)

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):  Omnipoint Atlantic City License, LLC   Commercial Mobile Radio Service   50.1%    Omnipoint Philadelphia License, LLC   Commercial Mobile Radio Services   50.1%    Cook Inlet/VoiceStream License Company, LLC (address same as applicant)   Commercial Mobile Radio Service   50.1%    Cook Inlet/VoiceStream License Company, LLC (address same as applicant)   Commercial Mobile Radio Service   50.1%    Tito: Tito: Tito: Tito: Tito: Tito: Interest Held: Tito:	terated 1 CC regulated businesses of bisclosa	To intorest risialors (repeat for each	The state of the s	
Omnipoint Atlantic City License, LLC   Commercial Mobile Radio   50.1%    Omnipoint Philadelphia License, LLC   Commercial Mobile Radio   50.1%    (address same as applicant)   Services   50.1%    Cook Inlet/VoiceStream License Company, LLC   Commercial Mobile Radio   50.1%	Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use	Principal Business:		
(address same as applicant)  Cook Inlet/VoiceStream License Company, LLC  Commercial Mobile Radio  50.1%			901 x	50.1%
				50.1%
				50.1%
	1			

### FCC Ownership Disclosure Information for the Wireless Telecommunications Services

### Schedule for Disclosable Interest Holders

Approved by OMB 3060 -0799 See instructions for public burden estimate

visclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:		Suffix:
Disclosable Interest Holder's Name (if entity):     Cook Inlet Region, Inc.			3)	TIN:
4) Disclosable Interest Holder's Address: 2525 C Street, Suite 500, Anchorage, Alaska	99503		_	
		t Holder is a(n): ( ) as for list of codes):	7) Percent of Interest Held in App 50.1%	olicant:
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):  0 — Manager member interest		9) Disclosable Interest United States	Holder's Country of Citizenship:	
10) Relationship Description (if the discloseable interest hold Cook Inlet Region, Inc.; Cook Inlet GSM, Inc.; Companied Communications Enterprises, L.P.: Omnipoint Communications Enterprises.	Cook Inlet	/VS GSM II PCS, LLC;	OPCS Philadelphia Holdings,	LLC;

telated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary);	11b) Principal Business:	llc) TIN:	11d) Percent of Interest Held:
Cook Inlet/VoiceStream PV/SS PCS, L.P. 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services	_	42.86% (control)
Cook Inlet/VS GSM II PCS, LLC 2525 C Street, Suite 500 Anchoraae. Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VS GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services	_	50.1%
Cook Inlet/VoiceStream PCS, UC 2525 C Street, Suite 500 Anchoraae. Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream License Company, LLC (address same as applicant)	Commercial Mobile Radio Service		50.1%
CIVS PA I, LLC (address same as applicant)	Commercial Mobile Radio Services	_	50.1%
CIVS PA II, LLC (address same as applicant)	Commercial Mobile Radio Services	_	50.1%
(continued next page)		_	

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# FCC Ownership Disclosure information for the Wireless Telecommunications Services Schedule for Disclosable Interest Holders

Approved by OMB 3060 -0799 See instructions for public burden estimate

isclosable Interest Holder Information [complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if in	ndividual):	MI:	Last Name:		Suffix:
Disclosable Interest Holder's Name (if entition Cook Inlet Region, Inc. (continued)				3) Disclosable Interest Holder's TI	N:
4) Disclosable Interest Holder's Address:					
5) Type of Interest in Applicant ( ) (refer to Instructions for list)			stHolder is a(n): ( ) ss for list of codes):	7) Percent of Interest Held in App	licant:
Disclosable Interest Holder's Type of Owner (refer to instructions for list):	ship		9) <b>Disclosable</b> Interest H	Holder's Country of Citizenship:	
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):					

telated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

Name and address of all FCC Regulated Businesse owned by Disclosable Interest Holder listed in #3 (us additional sheets, if necessary):		Ile) TIN:	IId) Percent of Interest Held:
Alaska Interstate Construction, LLC 649 W. 54 <sup>th</sup> Ave., P.O. Box 233769 Anchorage, AK 99523	Construction		40%
Peak Services USA 450 Gears Road, Suite 850 Houston, TXI 77067	Oilfield and Refinery Services	-	50%
Peak USA Energy Services, Ltd. 450 Gears Road, Suite 850 Houston, TX 77067	Oilfield Trucking Services		50%
Alaska Heritage Tours, Inc. 2525 C Street, Suite 405 Anchorage, AK 99503	Boat Tours, Lodging and Tourism	·	100%
Peak Oilfield Service Company 2525 C St., Suite 201, Anchorage, AK' 9950	Oilfield Services and Construction	_	50%
Alaska Hovercraft Ventures 1029 West 3 <sup>rd</sup> Ave., Suite 150 Anchorage, AK 99503	Hovercraft Sales, Leasing, and Operations	_	33.33%
Construction Machinery, Inc. 5400 Homer Dr., Anchorage, AK 99510	Heavy Equipment Distribution	_ _	100%
(continued next page)			500 000 0 1 1 1

### FCC Ownership Disclosure information for the Wireless Telecommunications Services Schedule for Disclosable Interest Holders

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Disclosable Interest Holder Informaltion (complete as many as required to describe all disclosable interest holders)					
1) Disclosable Interest Holder's First Name (if	individual):	MI:	Last Name:		Suffix:
2) Disclosable Interest Holder's Name (if <b>entit Cook</b> Inlet <b>Region</b> , Inc. <b>(continue</b>	y): )			3) Disclosable Interest Holder's 7	TIN:
4) Disclosable interest Holder's Address:					
5) Type of Interest in Applicant ( ) (refer to Instructions for list)			: Holder is a(n): ( ) as for list of codes):	7) Percent of Interest Held In App	plicant:
Disclosable Interest Holder's Type of Own (refer to instructions for list):	<b>s</b> ship		9) Disclosable Interest	Holder's Country of Citizenship:	
10) Relationship Description (if the discloseable)	<b>e</b> interest holder is	an i <b>nd</b> ii	rect owner, list path of owr	nership from indirect owner to the a	pplicant):
Related FCC Regulated Businesses of Disclosable Interest Holders (repeat far each interest holder identified)					
Name and address of all FCC Regulated <b>Bu</b>		Pr	11b) nnapal Business:	11c) TIN:	lld) Percent of

IIa)  Name and address of all FCC Regulated <b>Businesses</b> owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Pnnapal Business:	11c) TIN:	11d) Percent of Interest Held:
CIVS PA III, LLC (address same as applicant)	Commerciial Mobile Radio Services		50.1%
Omnipoint Dover License, LLC (address same as applicant)	Commerciial Mobile Radio Services		50.1%
Omnipoint Atlantic City License, LLC (Applicant)	Commerciial Mobile Radio Service	1	50.1%
Omnipoint Philadelphia License, LLC (address same as applicant)	Commerciial Mobile Radio Services		50.1%

FCC FORM 602 ATTACHMENT 1 Page 1 of 1

#### **OWNERSHIP**

Omnipoint Atlantic City License, LLC ("Omni-ACity"), submits the following information to describe in more detail the ownership structure of Omni-ACity as set forth in Item 10, Schedule A of FCC Form 602.

### **Direct Ownership**

Omni-ACity, a Delaware limited liability company, is a wholly owned subsidiary of Omnipoint Communications Enterprises+ L.P. ("OCE"). The address of Omni-ACity is as follows:

Omnipoint Atlantic City License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006

### **Indirect Ownership**

OCE, a Delaware limited partnership, has two partners:

The first, OPCS Philadelphia Holdings, LLC ("OPCS"), a Delaware limited liability company, holds one percent of all partnership interests and one hundred percent of the general partnership interests of OCE. OPCS, in turn, is a wholly owned subsidiary of Cook Inlet/VS GSM II PCS, LLC ("CIVS IF"). CIVS II, a Delaware limited liability company, has two members. The first, Cook Inlet GSM, Inc. ("CIGSM"), holds 50.1 percent of all membership interests and one hundred percent of all Manager member interests in CIVS II. CIGSM is a wholly owned subsidiary of Cook Inlet Region, Inc. ("CIRI"), an Alaska corporation. CIRI is an Alaska Native Regional Corporation organized pursuant to the Alaska Native Claims Settlement Act, 43 U.S.C. § 1601 et seq. (the "Act"). No CIRI shareholder holds a 10 percent or greater indirect interest in Omni-ACity. The second member of CIVS II, Omnipoint Investment, LLC ("Omnipoint"), a Delaware limited liability company, holds 49.9 percent of all member integests in CIVS II and holds no Manager member interests in CIVS II. Omnipoint is a wholly-owned indirect subsidiary of **VoiceStream** Wireless Corporation ("VWC"), a Delaware corporation. Pursuant' to the Commission's attribution criteria, each of Omnipoint and VWC holds a 49.9 percent indirect interest in CIVS PA I. For ownership information related to VWC and its subsidiaries, please see the most recent FCC Form 602 Ownership Disclosure Report filed by and on behalf of VWC in December 1999.

The second partner of OCE is CIVS II. CIVS II directly holds ninety-nine percent of all partnership interests **and** one hundred percent of all limited partnership interests in OCE. As a result, OCE is wholly owned by CIVS II.